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**DECLARATION FOR UTILITY OR
DESIGN
PATENT APPLICATION
(37 CFR 1.63)**

Declaration
Submitted
with Initial
Filing

OR

Declaration
Submitted after Initial
Filing (surcharge
(37 CFR 1.16 (e))
required)

Attorney Docket Number	090/002
First Named Inventor	Melissa K. Carpenter, et al.
COMPLETE IF KNOWN	
Application Number	/ [to be assigned]
Filing Date	June 21, 2001
Group Art Unit	[to be assigned]
Examiner Name	[to be assigned]

As a below named inventor, I hereby declare that:

My residence, mailing address, and citizenship are as stated below next to my name.

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled:

Direct Differentiation of Human Pluripotent Stem Cells and Characterization of Differentiated Cells

(Title of the Invention)

the specification of which

is attached hereto

OR

was filed on (MM/DD/YYYY) as United States Application Number or PCT International

Application Number and was amended on (MM/DD/YYYY) (if applicable).

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment specifically referred to above.

I acknowledge the duty to disclose information which is material to patentability as defined in 37 CFR 1.56, including for continuation-in-part applications, material information which became available between the filing date of the prior application and the national or PCT international filing date of the continuation-in-part application.

I hereby claim foreign priority benefits under 35 U.S.C. 119(a)-(d) or (f), or 365(b) of any foreign application(s) for patent, inventor's or plant breeder's rights certificate(s), or 365(a) of any PCT international application which designated at least one country other than the United States of America, listed below and have also identified below, by checking the box, any foreign application for patent, inventor's or plant breeder's rights certificate(s), or any PCT international application having a filing date before that of the application on which priority is claimed.

Prior Foreign Application Number(s)	Country	Foreign Filing Date (MM/DD/YYYY)	Priority Not Claimed	Certified Copy Attached?	
				YES	NO

Additional foreign application numbers are listed on a supplemental priority data sheet PTO/SB/02B attached hereto:

[Page 1 of 3]

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DECLARATION — Utility or Design Patent Application

Direct all correspondence to: Customer Number
or Bar Code Label  OR Correspondence address below

022869Name **PATENT TRADEMARK OFFICE**

Address

City

State

ZIP

Country

Telephone

Fax

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001 and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

NAME OF SOLE OR FIRST INVENTOR : A petition has been filed for this unsigned inventor

Given Name (first and middle [if any])	Melissa K.	Family Name or Surname	Carpenter
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Inventor's Signature	<i>MK Carpenter</i>	Date	6/21/01
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Residence: City	Castro Valley	State	California	Country	US	Citizenship	US
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20750 Edgewood Circle
Mailing Address

City	Castro Valley	State	California	ZIP	94552	Country	US
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NAME OF SECOND INVENTOR: A petition has been filed for this unsigned inventor

Given Name (first and middle [if any])	Walter D.	Family Name or Surname	Funk
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Inventor's Signature	<i>Walter D.</i>	Date	6.20.01
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Residence: City	Hayward	State	California	Country	US	Citizenship	Canada
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25432 Modoc Court
Mailing Address

City	Hayward	State	California	ZIP	94542	Country	US
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Additional inventor is being named on the 1 supplemental Additional Inventor sheet PTO/SB/02A attached hereto.

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DECLARATION — Utility or Design Patent Application

Direct all correspondence to: Customer Number
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Name

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City

State

ZIP

Country

Telephone

Fax

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001 and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

NAME OF SOLE OR FIRST INVENTOR : A petition has been filed for this unsigned inventor

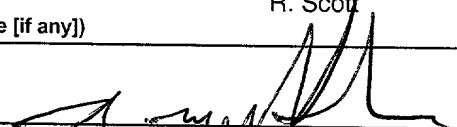
Given Name
(first and middle [if any])

R. Scott

Family Name
or Surname

Thies

Inventor's
Signature



Date

6-21-01

Residence: City

Pleasanton

State

California

Country

US

Citizenship

US

Mailing Address
1053 Riesling Drive

City

Pleasanton

State

California

ZIP

94566

Country

US

NAME OF SECOND INVENTOR: A petition has been filed for this unsigned inventor

Given Name
(first and middle [if any])

Family Name
or Surname

Inventor's
Signature

Date

Residence: City

State

Country

Citizenship

Mailing Address

City

State

ZIP

Country

Additional inventors are being named on the _____ supplemental Additional Inventor(s) sheet(s) PTO/SB/02A attached hereto.

Please type a plus sign (+) inside this box → **[+]**

PTO/SB/81 (02-01)

Approved for use through 10/31/2002 OMB 0651-0035

U.S. Patent and Trademark Office; U.S. DEPARTMENT OF COMMERCE

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POWER OF ATTORNEY OR AUTHORIZATION OF AGENT

Application Number	[to be assigned]
Filing Date	June 21, 2001
First Named Inventor	Melissa K. Carpenter, et al.
Title	Direct Differentiation of Human Pluripotent Stem Cells and Characterization of Differentiated Cells
Group Art Unit	[to be assigned]
Examiner Name	[to be assigned]
Attorney Docket Number	090/002

I hereby appoint:

Practitioners at Customer Number

022869



OR

Practitioner(s) named below:

Name	Registration Number

as my/our attorney(s) or agent(s) to prosecute the application identified above, and to transact all business in the United States Patent and Trademark Office connected therewith.

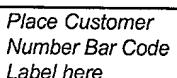
Please change the correspondence address for the above-identified application to:

The above-mentioned Customer Number.

OR

Practitioners at Customer Number

→



Firm or Individual Name

Address

Address

City

State

Zip

Country

Telephone

Fax

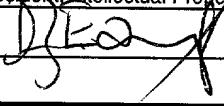
I am the:

Applicant/Inventor.

Assignee of record of the entire interest. See 37 CFR 3.71.

Statement under 37 CFR 3.73(b) is enclosed. (Form PTO/SB/96).

SIGNATURE of Applicant or Assignee of Record

Name	David J. Earp, Registration No. 41,401 Vice President, Intellectual Property, Geron Corporation
Signature	
Date	Jun 21, 2001

NOTE: Signatures of all the inventors or assignees of record of the entire interest or their representative(s) are required. Submit multiple forms if more than one signature is required, see below*.

*Total of 1 form is submitted.

Burden Hour Statement This form is estimated to take 3 minutes to complete. Time will vary depending upon the needs of the individual case. Any comments on the amount of time you are required to complete this form should be sent to the Chief Information Officer, U.S. Patent and Trademark Office, Washington, DC 20231. DO NOT SEND FEES OR COMPLETED FORMS TO THIS ADDRESS SEND TO Assistant Commissioner for Patents, Washington, DC 20231.

STATEMENT UNDER 37 CFR 3.73(b)

Applicant/Patent Owner: Geron Corporation

Application No./Patent No.: *[to be assigned]*

Filing Date: June 21, 2001

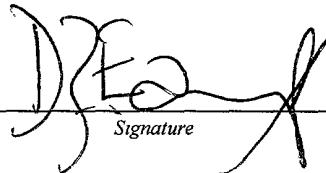
Entitled: DIRECT DIFFERENTIATION OF HUMAN PLURIPOTENT STEM CELLS AND
CHARACTERIZATION OF DIFFERENTIATED CELLS

GERON CORPORATION, a corporation, states that it is the assignee of the entire right,
title, and interest in the patent application/patent identified above by virtue of:

An assignment from the inventors of the above-referenced patent application, a true copy
of which is attached hereto.

The undersigned (whose title is supplied below) is empowered to sign this statement on
behalf of the assignee.

JUN^t 21, 2001
Date



Signature

David J. Earp, Reg. No. 41,401

Typed or printed name

Vice President, Intellectual Property

Title

ASSIGNMENT

COPY

Whereas we, Melissa K. Carpenter, Walter D. Funk, R. Scott Thies

executed employment agreements with Geron Corporation (hereinafter called Geron), a Delaware Corporation having its principal place of business at 230 Constitution Drive, Menlo Park, CA 94025, whereby we have agreed to assign to Geron all inventions (except as otherwise limited by law) which relate to Geron business and which were first conceived or actually reduced to practice during our employment by Geron;

Now, therefor, pursuant to the terms of said employment agreements and for good and valuable consideration, receipt of which is hereby acknowledged, we do hereby sell, assign and transfer unto Geron, its successors and assigns, the entire right, title and interest, including the right of priority in, to and under an application for Letters Patent of the United States entitled:

DIRECT DIFFERENTIATION OF HUMAN PLURIPOTENT STEM CELLS AND CHARACTERIZATION OF
DIFFERENTIATED CELLS

[X] filed herewith and the inventions set forth and described therein, and any and all Letters Patent of the United States and of countries foreign thereto which may be granted thereon or therefor; or

[] Serial No. ____ filed on ____ and the inventions set forth and described therein, and any and all Letters Patent of the United States and of countries foreign thereto which may be granted thereon or therefor;

And for the above consideration, we agree promptly upon request of Geron, its successors or assigns, to execute and deliver without further compensation any power of attorney, assignment, application, whether original, continuation, divisional or reissue, or other papers which may be necessary or desirable fully to secure to Geron, its successors and assigns, the inventions described in said application and all patent rights therein, in the United States and in any country foreign thereto, and to cooperate and assist in the prosecution of interference proceedings involving said inventions and in the adjudication or reexamination of said Letters Patent provided the expenses which may be incurred by me in lending such cooperation and assistance are paid by Geron.

In witness whereof, we hereunto set our hands and seal:

Inventor's Signature: MK Carpenter Date: 6/21/01
Melissa K. Carpenter

Inventor's Signature: Walter D. Funk Date: 6.20.01
Walter D. Funk

Witnessed by: J. Michael Schiff Date: June 21/01

Inventor's Signature: R. Scott Thies Date: 6.21.01
R. Scott Thies

State of California
} ss.
County of San Mateo

On June 21, 2001, before me, the undersigned, a notary public for the state, personally appeared J. Michael Schiff, personally known to me, who is personally known to me to be the person whose name is subscribed to the within instrument, as a witness thereto, who, being by me duly sworn, deposed and said that he was present and saw Walter D. Funk, the same person described in and whose name is subscribed to the within and annexed instrument in his authorized capacity as a party thereto, execute the same, and that said affiant subscribed his name to the within instrument as a witness at the request of Walter D. Funk.

WITNESS my hand and official seal.



Notary Stamp/Seal

A handwritten signature in black ink that reads "K. Makausky".

Notary Public

State of California

} ss.

County of San Mateo

Before me this 21st day of June 2001, personally appeared
Melissa K. Carpenter, personally known to me (or proved to me on the basis of satisfactory evidence)
to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he/she executed the
same in his/her authorized capacity, and that by his/her signature on the instrument the person executed the instrument.



Notary Stamp/Seal

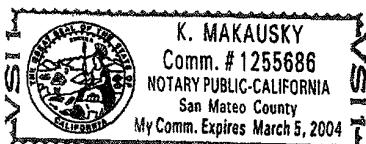
Makausky
Notary Public

State of California

} ss.

County of San Mateo

Before me this 21st day of June 2001, personally appeared
R. Scott Thies, personally known to me (or proved to me on the basis of satisfactory evidence)
to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he/she executed the
same in his/her authorized capacity, and that by his/her signature on the instrument the person executed the instrument.



Notary Stamp/Seal

Makausky
Notary Public